EXHIBIT B

IN THE UNITED STATES DISTRICT COURT FOR THE WESTERN DISTRICT OF OKLAHOMA

CATHERINE L. DAVIS and TOMMY MOORE Individually, and on behalf of others similarly situated, Plaintiffs, Case No. 5:07-cv-01401-W ٧. DELL, INC. d/b/a DELL COMPUTER, INC. a Delaware corporation; and, DELL USA L.P., a Texas Limited Partnership; and. DELL MARKETING L.P., a Texas Limited Partnership, DEMAND FOR JURY TRIAL Defendants. Ş

DECLARATION OF PATTI POWERS

- 1. My name is Patti Powers. I am over the age of 18. I have never been convicted of a felony. I am competent to make this Declaration. The statements contained in this Declaration are within my personal knowledge as a result of my job duties and responsibilities, and they are true and correct.
- I am a Finance Senior Consultant for Dell USA L.P. I am employed by Dell USA L.P. in Round Rock, Texas. Round Rock is approximately 15 miles north of Austin, Texas. Dell Inc., Dell USA L.P. and Dell Marketing USA L.P. maintain their headquarters and principal places of business in Round Rock. I am employed within Dell's Americas Employee Services Group, of which Payroll is a part, and which is located in Round Rock. The Americas Employee Services Group has approximately 39 employees, 30 of whom work in Round Rock. None of these employees are employed in Oklahoma City. All of the individuals to whom I report to are employed in Round Rock.
- 3. Payroll for Dell Marketing USA L.P.'s "business sales representatives" is administered out of Round Rock. Access to payroll records is only available to select

Dell employees located in Round Rock. All personnel files for its "business sales representatives" employed at any Dell call center are maintained only in hard copy form in Austin, Texas.

- 4. Dell maintains time records for "business sales representatives" using the KRONOS system. The KRONOS system is administered out Round Rock. Dell's Global Finance System Group is responsible for configuring the KRONOS system. All of the employees responsible for this are employed in Round Rock. These employees report to members of management in the Finance Department who are all located in Round Rock. All KRONOS records are located in the Austin/Round Rock area.
- 5. The following chart shows where Dell Marketing USA L.P. has employed "business sales representatives" during the time periods indicated:

	NUMBER OF DELL MARKETING USA L.P. BUSINESS SALES REPRESENTATIVES LISTED BY LOCATION			
	<u>TEXAS</u>	<u>OKLAHOMA</u>	<u>OTHER</u>	TOTAL
Currently employed (as of 08/01/08)	1,668	545	852	3,065
Employed 12/14/04 to 08/01/08	3,802	1,787	2,129	7,718

- 6. "Business sales representatives" are employed by Dell Marketing USA L.P. in its Americas Business Unit. Management of "business sales representatives" include 11 Vice Presidents, 9 of which are located in Round Rock; 8 Directors, 7 of which are employed in Round Rock; and approximately 260 people managers, 140 of which are employed in Round Rock. No Vice Presidents and only one sales Director are located in Oklahoma City.
- 7. One of the current opt-in Plaintiffs in the *Gandhi, et al* lawsuit which is pending in the United States District Court for the Western District of Texas, Austin Division, is Jamey Mendenhall. Jamey Mendenhall was employed by Dell Marketing USA L.P. as a business sales representative from September 13, 2004, to July 5, 2005, at Dell's call center in Oklahoma City.

Pursuant to 28 U.S.C. 1746, I affirm under penalty of perjury that the foregoing is true and correct.

EXECUTED on August 2, 2008, in Round Rock, Texas.

PATTI POWERS